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COUNSEL FOR HIGHLAND CAPITAL MANAGEMENT, L.P.

**IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE NORTHERN DISTRICT OF TEXAS
 DALLAS DIVISION**

IN RE:	§	Case No. 18-30264-SGJ-11
	§	Case No. 18-30265-SGJ-11
ACIS CAPITAL MANAGEMENT, L.P.,	§	
ACIS CAPITAL MANAGEMENT GP, LLC,	§	(Jointly Administered Under Case No. 18-30264-SGJ-11)
DEBTORS	§	Chapter 11
	§	
HIGHLAND CAPITAL MANAGEMENT, L.P.	§	
AND HIGHLAND CLO FUNDING LTD.,	§	
	§	
PLAINTIFFS	§	Adversary No. 18-03078-sgj
	§	
v.	§	
ROBIN PHELAN, CHAPTER 11 TRUSTEE	§	
	§	
DEFENDANT	§	
	§	
ROBIN PHELAN, CHAPTER 11 TRUSTEE,	§	
	§	
THIRD PARTY PLAINTIFF,	§	
	§	
v.	§	
HIGHLAND HCF ADVISOR, LTD.,	§	
HIGHLAND CLO MANAGEMENT, LTD.,	§	
AND HIGHLAND CLO HOLDINGS, LTD.	§	
	§	
THIRD PARTY DEFENDANTS.	§	

APPENDIX TO HIGLAND CAPITAL MANAGEMENT, L.P.'S BRIEF IN OPPOSITION

TO TRUSTEE'S MOTION FOR PARTIAL SUMMARY JUDGMENT

Highland Capital Management, L.P. files this Appendix to the *Brief in Opposition to Trustee's Motion for Partial Summary Judgment*, and attach true and correct copies of the following:

EXHIBIT 1

Employment Agreement between Highland Capital Management, L.P. and Joshua Terry (entered March 2, 2009), App. 000001 to App. 000015.

EXHIBIT 2

Amended and Restated Agreement of Limited Partnership of Acis Capital Management, L.P. (effective January 21, 2011), App. 000016 to App. 000051.

EXHIBIT 3

Shared Services Agreement by and among Highland Capital Management, L.P. and Acis Capital Management, L.P. (effective January 1, 2011), App. 000052 to App. 000063.

EXHIBIT 4

Sub-Advisory Agreement by and among Acis Capital Management, L.P. and Highland Capital Management, L.P. (effective January 1, 2011), App. 000064 to App. 000086.

EXHIBIT 5

Amended and Restated Sub-Advisory Agreement by and among Acis Capital Management, L.P. and Highland Capital Management, L.P. (made May 5, 2011 to be effective on January 1, 2011), App. 000087 to App. 000109.

EXHIBIT 6

Amendment to Amended and Restated Sub-Advisory Agreement between Acis Capital Management, L.P. and Highland Capital Management, L.P. (entered July 1, 2011), App. 000110 to App. 000112.

EXHIBIT 7

Amendment to Shared Services Agreement between Acis Capital Management, L.P. and Highland Capital Management, L.P. (entered July 1, 2011), App. 000113 to App. 000115.

EXHIBIT 8

Amended & Restated Shared Services Agreement by and among Highland Capital Management, L.P. and Acis Capital Management, LP. (entered on June 6, 2013), App. 000116 to App. 000128.

EXHIBIT 9

Second Amended and Restated Shared Services Agreement by and among Highland Capital Management, L.P. and Acis Capital Management, L.P. (effective January 1, 2015), App. 000129 to App. 000143.

EXHIBIT 10

Second Amended and Restated Sub-Advisory Agreement by and among Acis Capital Management, L.P. and Highland Capital Management, L.P. (made July 29, 2016 to be effective January 1, 2016), App. 000144 to App. 00169.

EXHIBIT 11

Third Amended and Restated Shared Services Agreement by and among Highland Capital Management, L.P. and Acis Capital Management, L.P. (effective January 1, 2016), App. 000170 to App. 000183.

EXHIBIT 12

Original Petition and Application for Injunctive Relief; Highland Capital Management, L.P. v. Joshua Terry, Cause No. DC-16-11396, in the 162nd Judicial District Court of Dallas County, Texas (filed September 8, 2016), App. 000184 to App. 000220.

EXHIBIT 13

Defendant's Motion to Compel Arbitration and for Sanctions; Highland Capital Management, L.P. v. Joshua Terry, Cause No. DC-16-11396, in the 162nd Judicial District Court of Dallas County, Texas (filed September 12, 2016), App. 000221 to App. 000276.

EXHIBIT 14

Bench Brief Related to Defendant's Demand for Arbitration; Highland Capital Management, L.P. v. Joshua Terry, Cause No. DC-16-11396, in the 162nd Judicial District Court of Dallas County, Texas (filed September 12, 2016), App. 000277 to App. 000341.

EXHIBIT 15

Interlocutory Order Compelling Arbitration and Staying Case; Highland Capital Management, L.P. v. Joshua Terry, Cause No. DC-16-11396, in the 162nd Judicial District Court of Dallas County, Texas (entered September 28, 2016), App. 000342 to App. 000343.

EXHIBIT 16

Motion to Dismiss Claims Against Highland Capital Management, L.P. and James Dondero; Terry v. Highland Capital Management, LP, et al, in JAMS Arbitration No. 1310022713 (submitted September 22, 2016), App. 000344 to App. 000446.¹

EXHIBIT 17

Motion for Summary Disposition re Claims against HCM; Terry v. Highland Capital Management, LP, et al, in JAMS Arbitration No. 1310022713 (submitted January 24, 2017), App. 000447 to App. 000452.²

EXHIBIT 18

Fourth Amended and Restated Shared Services Agreement by and between Acis Capital Management, L.P. and Highland Capital Management, L.P. (dated March 17, 2017), App. 000453 to App. 000476.

EXHIBIT 19

Third Amended and Restated Sub-Advisory Agreement by and between Acis Capital Management, L.P. and Highland Capital Management, L.P. (dated March 17, 2017), App. 000477 to App. 000497.

EXHIBIT 20

Final Award; Terry v. Highland Capital Management, LP, et al, in JAMS Arbitration No. 1310022713 (dated October 20, 2017), App. 000498 to App. 000525.

EXHIBIT 21

Petition to Confirm Arbitration Award and Enter Judgment on Same; Terry v. Acis Capital Management, L.P. and Acis Capital Management GP, LLC, Cause No. DC-17-15244; in the 44th Judicial District Court of Dallas County, Texas (filed November 6, 2017), App. 000526 to App. 000567.

EXHIBIT 22

Final Judgment in Terry v. Acis Capital Management, L.P. and Acis Capital Management GP, LLC, Cause No. DC-17-15244; in the 44th Judicial District Court of Dallas County, Texas (entered December 18, 2017), App. 000568 to App. 000569.

¹ Exhibits 16, 17, and 27 are being filed under seal due to confidentiality requirements.

² See footnote 1 above.

EXHIBIT 23

Order Confirming Arbitration Award in Terry v. Acis Capital Management, L.P. and Acis Capital Management GP, LLC, Cause No. DC-17-15244; in the 44th Judicial District Court of Dallas County, Texas (entered December 18, 2017), App. 000570.

EXHIBIT 24

Defendant's First Traditional Motion for Partial Summary Judgment in Highland Capital Management, L.P. v. Joshua Terry, Cause No. DC-16-11396, in the 162nd Judicial District Court of Dallas County, Texas (filed May 7, 2018), App. 000571 to App. 001220.

EXHIBIT 25

Order Denying Motion for Partial Summary Judgment in Highland Capital Management, L.P. v. Joshua Terry, Cause No. DC-16-11396, in the 162nd Judicial District Court of Dallas County, Texas (entered August 2, 2018), App. 001221.

EXHIBIT 26

Order Denying Motion to Confirm Arbitration Award in Highland Capital Management, L.P. v. Joshua Terry, Cause No. DC-16-11396, in the 162nd Judicial District Court of Dallas County, Texas (entered October 22, 2018), App. 001222 to App. 001223.

EXHIBIT 27

Arbitration Hearing Transcript dated September 7, 2017 in Terry v. Highland Capital Management, LP, et al, in JAMS Arbitration No. 1310022713, App. 001224 to App. 001232.³

³ See footnote 1 above.

Dated: February 4, 2019

Respectfully submitted,

/s/ Jason B. Binford

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document was served electronically by the Court's PACER system on February 4, 2019.

/s/ Jason B. Binford